

THE EXCHANGE HAS NEITHER APPROVED NOR DISAPPROVED THE INFORMATION CONTAINED IN THIS FILING STATEMENT, WHICH IS A REPRODUCTION OF THE ORIGINAL FILED WITH THE EXCHANGE BY THE COMPANY AND IS ISSUED FOR INFORMATION PURPOSES ONLY. THIS FILING STATEMENT IS NOT TO BE REPRODUCED IN WHOLE OR IN PART WITHOUT THE WRITTEN APPROVAL OF THE TORONTO STOCK EXCHANGE.

THE TORONTO STOCK EXCHANGE

FILING STATEMENT NO. 1156.
FILED, JULY 23rd, 1964.

HARRISON MINERALS LIMITED

Full corporate name of Company

Letters Patent Dated May 30, 1935

Particulars of incorporation (e.g., Incorporated under Part IV of the Corporations Act, 1953 (Ontario) by Letters Patent dated May 1st, 1957).

Reference is made to previous Filing Statement NO. 752 and Amending Filing Statement No. 90.

FILING STATEMENT

(To be filed with respect to any material change in a company's affairs, including among other things, an underwriting and option agreement, an issue of shares for property and a proposed re-organization.)

1. Brief statement of the material change in the affairs of the company in respect of which this statement is filed.	<p>1. Dropping of Option to acquire an interest in Irish property - disclosed in Item 11 of Amending Filing Statement No. 90, dated September 14, 1962.</p> <p>2. Acquiring Claims in Armstrong Area.</p> <p>3. Option to Acquire Claims in Bour Baux Township, Que.</p> <p>4. Acquisition of Claims in Tiblemont Township, P.O.</p> <p>5. Changes in Director's and Officer's.</p>
2. Head office address and any other office address.	105 Adelaide Street, West, Toronto, Ontario.
3. Names, addresses and chief occupations for the past five years of present or proposed officers and directors.	<p>John D. Crighton, Thornhill, Ontario. President.</p> <p>James E. Ryan, Toronto, Ontario. Vice-President.</p> <p>Insurance Agent</p> <p>James F. Brown, Toronto, Ontario. Customers Man</p> <p>Sec. Treasurer</p> <p>Joseph Prendergast, Toronto, Ontario. Director.</p> <p>Prof. Eng.</p> <p>Robert J. Trow, Toronto, Ontario. Bond Trader</p> <p>Robert Cherner, Toronto, Ontario. Director.</p> <p>Real Estate Broker</p> <p>Frank Bodogh, Rexdale, Ontario. Lumber Salesman</p> <p>At the Directors' Meeting held on December 7, 1963 the resignation of Larry F. Lebow as Director and John H. Fisher as President of the Company were accepted and John D. Crighton was elected President and Director.</p> <p>At the Annual General Meeting held December 23, 1963 Frank Bodogh and Robert Cherner were elected Directors of the Company.</p>
4. Share capitalization showing authorized and issued and outstanding capital.	<p>Authorized : 5,000,000</p> <p>Issued : 4,250,002</p>
5. Particulars in respect of any bonds, debentures, notes, mortgages, charges, liens or hypothecations outstanding.	NIL
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	NIL
7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	NIL
8. Any payments in cash or securities of the company made or to be made to a promoter or finder in connection with a proposed underwriting or property acquisition.	NIL
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	<p>The Company proposes to have lines cut and a survey made on the Tiblemont property estimated cost \$2,000.</p> <p>Negotiating at present for a further drilling contract on the Bourbaux. Township property estimated cost \$10,000.</p> <p>The Company does not intend to do any further work at the present time on its Armstrong property.</p>

10. Brief statement of company's chief development work during past year.	Exploration and Drilling Program on Bourbaux Township Claims.														
11. Names and addresses of vendors of any property or other assets intended to be purchased by the company showing the consideration to be paid.	<p>By agreement dated September 23, 1963, made between Space Age Metals Corporation Limited (NPL) as Optionor and J. D. Crighton, Strachan Bongard and John Fisher as Optionees, as amended by agreement dated September 23, 1963, the Optionor granted to the Optionees an option to purchase the following unpatented mining claims situate in the Township of Bourbaux, Province of Quebec, namely:</p> <table> <tr> <th><u>Certificate</u></th><th><u>Claim Numbers</u></th></tr> <tr> <td>201511</td><td>1 to 5 inclusive</td></tr> <tr> <td>201512</td><td>1 to 5 inclusive</td></tr> <tr> <td>201513A</td><td>3 to 5 inclusive</td></tr> <tr> <td>201514</td><td>1 to 5 inclusive</td></tr> <tr> <td>204317</td><td>2 to 5 inclusive</td></tr> <tr> <td>204299</td><td>1 to 5 inclusive</td></tr> </table> <p>In order to keep the option in good standing, the Optionees had to pay \$2500 upon the signing of the option and a further \$2500 within six months and, within nine months thereafter, to cause a mining company to be incorporated with an authorized capital of 5,000,000 shares having a par value of \$1.00 each and, upon incorporation, the claims were to be vested in the mining company for such consideration as the Optionees deemed advisable; provided, however that 40% of any share consideration would be issued to the Optionor as the balance of the purchase price for the said claims. In addition, the Optionees agreed to cause the mining company or its underwriter to give unto the Optionor an option to purchase 50,000 shares of the capital stock of the mining company at 10 cents per share, good for a period of ten days from the date the shares of the mining company are qualified for sale to the public in the Province of Ontario. By agreement dated December 19, 1963, the option was assigned by the Optionees to the Company without profit.</p> <p>The option has now been exercised and a mining company (Bonbourbet Mines Limited) has been incorporated under the laws of the Province of Ontario, with an authorized capital of 5,000,000 shares having a par value of \$1.00 each, and the mining claims have been vested in the mining company for and in consideration of 900,000 shares of the capital stock of the mining company, of which 10% are free and the balance in escrow, subject to release only upon the written consent of the Ontario Securities Commission, plus the sum of \$20,000, being the monies spent by the Company in exploration and diamond drilling of the claims while option outstanding, or such lesser sum as will be approved by the Ontario Securities Commission when a prospectus of the mining company is filed with that Commission. The said monies are payable only out of 30% of all monies received by the mining company from the sale of optioned shares of its capital stock but not underwritten shares. Of the said 900,000 shares 40% thereof have been issued to the Optionor or its nominees and the balance have been issued to the Company.</p>	<u>Certificate</u>	<u>Claim Numbers</u>	201511	1 to 5 inclusive	201512	1 to 5 inclusive	201513A	3 to 5 inclusive	201514	1 to 5 inclusive	204317	2 to 5 inclusive	204299	1 to 5 inclusive
<u>Certificate</u>	<u>Claim Numbers</u>														
201511	1 to 5 inclusive														
201512	1 to 5 inclusive														
201513A	3 to 5 inclusive														
201514	1 to 5 inclusive														
204317	2 to 5 inclusive														
204299	1 to 5 inclusive														
12. Names and addresses of persons who have received or will receive a greater than 5% interest in the shares or other consideration to be received by the vendor. If the vendor is a limited company, the names and addresses of persons having a greater than 5% interest in the vendor company.	<p>The only persons who have received or are entitled to receive a greater than 5% interest in the shares and monies are as follows:</p> <p>Space Age Metals Corporation Limited, (NPL) 1117 St. Catherine St. West, Montreal, Quebec - 120,000 shares</p> <p>Rim Rock Oils Limited, 1117 St. Catherine St. W., Montreal - 120,000 shares</p> <p>Delta Mining Corporation Limited, 1117 St. Catherine St. W., Montreal - 120,000 shares</p> <p>Harrison Minerals Limited, Suite 1005, 105 Adelaide St. W. Toronto, Ontario. - 540,000 shares and \$20,000 or such lesser sum</p>														
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	315,000 shares held in Escrow subject to release by Toronto Stock Exchange.														

FINANCIAL STATEMENTS

HARRISON MINERALS LIMITED

(Incorporated Under the Laws of the Province of Ontario)

BALANCE SHEET AS AT MAY 31, 1964

ASSETS

Current:

Cash in Bank	\$16,543.16	
Accountable Advances Receivable	<u>2,339.40</u>	\$18,882.56

Mining Properties:

12 Unpatented Mining Claims, Armstrong Area, Province of Ontario, at Staking Cost	\$ 6,000.00	
Option on 27 Unpatented Mining Claims, Township of Bourboux, District of Abitibi, Province of Quebec.	5,000.00	
20 Unpatented Mining Claims, Township of Tiblemont, District of Senneterre, Province of Quebec	<u>2,000.00</u>	13,000.00

Other:

Equipment, at Cost	\$ 1,613.21	
Investments, at Cost and Nominal Values	2,802.00	
Deferred Expenditures - Per Statement Attached	<u>77,785.51</u>	<u>82,200.72</u>
		<u>\$114,083.28</u>

LIABILITIES

Current

Accounts Payable		\$ 3,061.86
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Capital

Authorized - 5,000,000 Shares of \$1.00 par value		
Issued and Fully Paid - 4,250,002 Shares	\$4,250,002.00	
Less : Discount Thereon	<u>2,673,627.70</u>	
	\$1,576,374.30	
<u>Contributed Surplus -</u>	<u>124,787.98</u>	
	\$1,701,162.28	
<u>Deficit (Unchanged) -</u>	<u>1,590,140.86</u>	<u>111,021.42</u>
		<u>\$114,083.28</u>

Approved on Behalf of the Board of Directors.

HARRISON MINERALS LIMITED

(Incorporated Under the Laws of the Province of Ontario)

STATEMENT OF DEFERRED EXPENDITURES

For the Year Ended May 31, 1964

Explorative

Balance at June 1, 1963 \$25,821.21

Township of Bourboux

Engineering and Geologists Fees	3,422.50	
Taxes	330.00	
Assays	297.50	
Diamond Drilling	<u>17,613.42</u>	21,663.42

Senneterre District

Geologists Report 500.00

Other

Reports and Assays	669.45	
Miscellaneous	<u>279.03</u>	<u>948.48</u>

\$48,933.11

Administrative

Balance at June 1, 1963 \$27,371.37

Additions during Year

Secretarial and Office Services	\$ 622.09
Transfer Agent and Registrar	389.19
Legal and Audit Fees	225.00
Stock Exchange Charges	100.00
Sundry Expenses	49.75
Directors' Fees	<u>275.00</u>

\$1,661.03

Less : Interest 180.00

\$ 1,481.03 \$28,852.40

\$77,785.51

Approved on Behalf of the Board of Directors.

HARRISON MINERALS LIMITED

(Incorporated Under the Laws of the Province of Ontario)

STATEMENT OF CASH RECEIPTS AND DISBURSEMENTS

FOR THE YEAR ENDED MAY 31, 1964

Cash on Hand and in Bank June 1, 1963 \$46,661.10

Receipts

Interest	\$ 180.00	
Accounts Advance Receivable	<u>2,500.00</u>	<u>2,680.00</u>
		\$49,341.10

Disbursements

Option on 27 Mining Claims Bourboux Township, Province of Quebec	\$ 5,000.00	
Acquisition 20 Unpatented Mining Claims Township of Tiblemont, Province of Quebec	2,000.00	
Accounts Payable	914.80	
Diamond Drilling and Geophysical Expenses Bourboux Township	21,663.42	
Geologists Report Senneterre	500.00	
Other Exploration	948.48	
Secretarial and Office Services	622.09	
Transfer and Registrar	389.19	
Legal and Audit Fees	225.00	
Stock Exchange Charges	100.00	
Directors' Fees	275.00	
Sundry Expenses	49.75	
Purchase Equipment	<u>110.21</u>	<u>32,797.94</u>

Cash on Hand May 31, 1964 \$16,543.16

Approved on Behalf of the Board of Directors.

Handwritten signature: J. H. Harrison
Handwritten text: J. H. Harrison

ENGINEER'S REPORT

Note - The following are excerpts from a report by I.C. Christopher, B.Sc., P.Eng., dated July 17th, 1964, on mining claims located in Bourboux Township, Province of Quebec. A complete copy of this report is on file at the Toronto Stock Exchange.

CONCLUSIONS & RECOMMENDATIONS

A large north-south aeromagnetic anomaly occurs on the Harrison Minerals property.

A regional diabase dike, which also shows up on the aeromagnetic map, trends north easterly across the property and cuts through the north south magnetic anomaly.

A strong electromagnetic anomaly located by a ground geophysical survey occurs on the Harrienn Minerals property near the intersection of the two aeromagnetic anomalies. The electromagnetic indication trends north easterly and the drilling carried out shows that the anomaly is due to sulphide mineralization which carries copper nickel values.

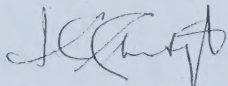
The electromagnetic indication occurs near the intersection of the two magnetic structures which may be favourable location for ore mineralization.

It is recommended that after the snow is gone a detailed geological mapping program be instituted over the zone to locate the dike and any other structural features. After this mapping it is felt that a more effective drilling program could be instituted to test the anomaly along the strike and at depth.

The drilling would be cheaper, because, the long water haul would not be necessary. There are a number of pot holes on top of the mountain, which would be sources of water.

The cost of the program consisting of 2,000 feet of diamond drilling is estimated at \$10,000.

Respectfully submitted,



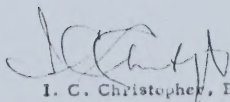
I. C. Christopher, B.Sc., P.Eng.

CERTIFICATE

I, I. C. Christopher, of the City of Toronto, in the Province of Ontario, do hereby certify that:

1. I am a consulting mining geologist with business address at 1301-8 King Street East, Toronto, Ontario.
2. I am a graduate of the University of Saskatchewan and have been practicing my profession since 1938.
3. I am a member of the Society of Professional Engineers of Quebec, a member of the American Institute of Mining & Metallurgical Engineers and a member of the Canadian Institute of Mining and Metallurgy.
4. I have no interest either directly or indirectly nor do I anticipate any interest either directly or indirectly in the property or securities of Harrison Minerals Limited.
5. My report is based on information obtained from Quebec Department of Mines maps, from an investigation of the area in which the Harrison Minerals property is located on December 11, 1963.

Toronto, Ontario
July 17, 1964



I. C. Christopher, B.Sc., P.Eng.

ENGINEER'S REPORT

Note - The following are excerpts from a report by I.C. Christopher, B.Sc., P.Eng., dated July 17th, 1964, on mining claims located in Tiblémont Township, Province of Quebec. A complete copy of this report is on file at the Toronto Stock Exchange.

CONCLUSIONS & RECOMMENDATIONS

Harrison Minerals have acquired a property in Tiblémont Twp. along the Pascalis-Tiblémont granite contact.

The area close to the contact of this intrusive mass is favourable for gold mineralization.

Gold occurs on the South Tiblémont property to the south-west of Harrison Minerals and other gold showings have been reported in the immediate area. (Former Martyn Sweet Claims, G.R.No.20, Vol.III, p.286, and Croteau Claims, Ann.Rpt., 1933B, p.61)

The area in which the Harrison Minerals claims are located was thought to be underlain by granite, subsequent work has indicated that the area is at least partially underlain by volcanics.

It is recommended that an exploration program be undertaken on the Harrison Minerals property.

It is suggested that a magnetometer survey be carried out as a preliminary step to try and locate intrusive contact and to try and locate structural features which might be favorable. On the basis of this work a program of diamond drilling could be considered.

The cost of the above program is estimated at \$3,000.

The cost of diamond drilling in the area will amount to \$4.00/foot.

Respectfully submitted,



Toronto, Ontario
July 17, 1964

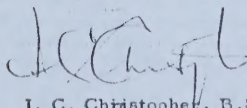
I. C. Christopher, B.Sc., P.Eng.

CERTIFICATE

I, I. C. Christopher, of the City of Toronto, in the Province of Ontario, do hereby certify that:

1. I am a consulting mining geologist with business address at Suite 1301-8 King Street East, Toronto, Ontario.
2. I am a graduate of the University of Saskatchewan and have been practicing my profession since 1938.
3. I am a member of the Society of Professional Engineers of Quebec, a member of the American Institute of Mining & Metallurgical Engineers and a member of the Canadian Institute of Mining and Metallurgy.
4. I have no interest directly or indirectly nor do I anticipate any interest either directly or indirectly in the properties or securities of Harrison Minerals Limited.
5. My report is based on information obtained from the Quebec Department of Mines maps, from supervision of work on the Aqua property to the south, and from supervision of the geophysical work and the diamond drilling on the Harrison Minerals option.

Toronto, Ontario
July 17, 1964



I. C. Christopher, B.Sc., P.Eng.

14. Names and addresses of owners of more than a 5% interest in escrowed shares and their shareholdings (If shares are registered in the names of nominees or in street names, give names of beneficial owners, if possible.)	J.D. Crighton International Ltd., 105 Adelaide St. West, Toronto, is the beneficial owner of the 315,000 Escrowed and same are Registered in J.D. Crighton International Ltd.
15. Names, addresses and shareholdings of five largest registered shareholders and if shareholdings are pooled or escrowed, so stating. If shares are registered in names of nominees or in street names, give names of beneficial owners, if possible, and if names are not those of beneficial owners, so state.	<div> J.D. Crighton International Ltd. 389,000 105 Adelaide St. West, Toronto, Ont. Ross, Knowles & Company Ltd. 248,800 105 Adelaide St. West, Toronto, Ont. Jenkin Evans & Company Limited 173,627 360 Bay Street, Toronto, Ont. James Richardson & Sons, 156,460 173 Portage Ave. E., Winnipeg. Doherty Roadhouse & McCuaig Bros. 335 Bay St. 126,703 </div> Of the 389,000 shares in the name of J. D. Crighton International Ltd. 315,000 shares are in Escrow for J. D. Crighton International Ltd.
16. Names, and addresses of persons whose shareholdings are large enough to materially affect control of the company.	J.D. Crighton International Ltd. might in conjunction with other large shareholders affect control of the Company.
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.	NOT APPLICABLE
18. Brief statement of any lawsuits pending or in process against company or its properties.	NIL
19. The dates of and parties to and the general nature of every material contract entered into by the company which is still in effect and is not disclosed in the foregoing.	NIL
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	Acquisition of 100 claims in Lookout Lake area near Armstrong by staking November 7, 1962 for \$6,000. (a) No other material facts. (b) No shares are in primary distribution.

CERTIFICATE OF THE COMPANY

DATED July 22, 1964

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

HARRISON MINERALS LIMITED.

"J.D. Crighton"

CORPORATE
SEAL

"J.F. Brown"

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in Item 1 above in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

THE EXCHANGE HAS NEITHER APPROVED NOR DISAPPROVED THE INFORMATION CONTAINED IN THIS AMENDING FILING STATEMENT, WHICH IS A REPRODUCTION OF THE ORIGINAL FILED WITH THE EXCHANGE BY THE COMPANY AND IS ISSUED FOR INFORMATION PURPOSES ONLY. THIS AMENDING FILING STATEMENT IS NOT TO BE REPRODUCED IN WHOLE OR IN PART WITHOUT THE WRITTEN APPROVAL OF THE TORONTO STOCK EXCHANGE.

TORONTO STOCK EXCHANGE

AMENDING FILING STATEMENT No. 260,
FILED, DECEMBER 18th, 1964.

HARRISON MINERALS LIMITED
Full corporate name of Company

AMENDING FILING STATEMENT

(To be filed with respect to any change in a Filing Statement filed within a period of six months)

To be read in conjunction with Filing Statement No. 1156 dated July 22, 1964

Brief statement of the material change in the affairs of the company in respect of which this amending filing statement is filed.	(1) Capital reorganization (item 4) (2) Underwriting and optioning of shares of the Company (item 6) (3) Release of escrowed shares (item 14) (4) Dropping 88 of the 100 claims staked in Sioux Lookout Area near Armstrong, Ontario (item 20)		
4. Share capitalization showing authorized and issued and outstanding capital.	Authorized capital - 5,000,000 shares Issued capital - 4,250,002 shares The Directors of the Company have passed a special resolution authorizing an application for supplementary letters patent decreasing the capital from 5,000,000 shares of the par value of \$1.00 each to 1,812,498 shares by the cancellation of 3,187,501 issued shares and then increasing the authorized capital to 5,000,000 shares by the creation of an additional 3,187,501 shares of the par value of \$1.00 each; and changing the name of the Company to Cantri Mines Limited or such other name as is acceptable to the Provincial Secretary for the Province of Ontario. A meeting of the shareholders held on November 30, 1964 confirmed the special resolution.		
6. Details of any treasury shares or other securities now the subject of any underwriting, sale or option agreement or of any proposed underwriting, sale or option agreement.	Pursuant to an agreement dated the 2nd day of December, 1964, Ross, Knowles & Co. Limited (the Underwriter-Optionee), acting on behalf of a client, agreed to firmly purchase 200,000 shares of the capital stock of the Company at 30 cents per share, payable within one day of the time within which supplementary letters patent reorganizing the capital stock of the Company have been granted, the new shares of the Company have been listed on the Toronto Stock Exchange and this amending filing statement has been accepted for filing by the Toronto Stock Exchange (effective date); and in consideration of such firm commitment, the Underwriter-Optionee has been granted options to purchase 800,000 additional shares in blocks of 200,000 shares at 30 cents, 35 cents, 40 cents and 45 cents per share, within three, six, nine and twelve months respectively of the effective date.		
7. Names and addresses of persons having any interest, direct or indirect in underwritten or optioned shares or other securities or assignments, present or proposed, and, if any assignment is contemplated, particulars thereof.	J.D.Crighton International Limited, 105 Adelaide Street West, Toronto, Ontario. The only person owning a greater than 5% interest in J.D.Crighton International Limited is John D. Crighton, 17 Thornhill Avenue, Thornhill, Ontario.		
9. Brief statement of company's future development plans, including proposed expenditure of proceeds of sale of treasury shares, if any.	The Company proposes to advance up to \$10,000 to Bonboubet Mines Limited to defray the cost of carrying out further exploration and development work, including diamond drilling, on the mining claims owned by Bonboubet Mines Limited in Bourboux District, Province of Quebec. The Company owns 540,000 shares of Bonboubet Mines Limited. The Company understands that none of the proceeds from the sale of underwritten and optioned shares (item 6) are to be used other than for administration expenses, costs of and incidental to the capital reorganization, and the moneys advanced to Bonboubet Mines Limited as above set forth, without first filing notice of such expenditures with the Toronto Stock Exchange.		
10. Brief statement of company's chief development work during past year.	The Company has completed 3,000 feet of diamond drilling on the Bourboux Township properties in the Province of Quebec at a total cost of \$15,000.		
13. Number of shares held in escrow or in pool and a brief statement of the terms of escrow or the pooling agreement.	All of the 315,000 shares held in escrow were released from escrow on November 6, 1964.		
17. If assets include investments in the shares or other securities of other companies, give an itemized statement thereof showing cost or book value and present market value.		Book Value	Market Value
	20,000 Evenload Mines Limited	\$2,800.00	\$1,400.00
	540,000 shares of Bonboubet Mines Limited	28,260.92	Nil
18. Brief statement of any lawsuits pending or in process against company or its properties.	The Company received a bill for \$17,000 for the diamond drilling referred to in item 10 hereof and has paid \$15,000 but has refused to pay the balance, alleging the said account to be overcharged.		
20. Statement of any other material facts and if none, so state. Also state whether any shares of the company are in the course of primary distribution to the public.	(1) On the advice of the Company's engineers, 88 of the 100 claims staked in the Sioux Lookout area near Armstrong, Ontario, were dropped; (2) As and when the underwritten shares are taken up (item 6) these shares will be in primary distribution to the public. There are no other material facts.		

DATED December 16, 1964

CERTIFICATE OF THE COMPANY

The foregoing, together with the financial information and other reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in item 1 above and in respect of the company's affairs and there is no further material information applicable. (To be signed by two principal signing officers who are directors and the corporate seal to be affixed.)

HARRISON MINERALS LIMITED

"John D. Crighton"

"James F. Brown"

CORPORATE SEAL

CERTIFICATE OF UNDERWRITER OR OPTIONEE

To the best of my knowledge, information and belief, the foregoing, together with the financial information and the reports where required, constitutes full, true and plain disclosure of all material facts in respect of the matters referred to in item 1 above and in respect of the company's affairs. Concerning matters which are not within my knowledge, I have relied upon the accuracy and adequacy of the information supplied to me by the company. (To be signed by underwriter or optionee registered with the Ontario Securities Commission or a corresponding body.)

ROSS, KNOWLES & CO. LIMITED

"D.G. Ross" per:

"S.M. MacKay"

[Handwritten signatures and stamps]

Harrison Minerals Limited

SUITE 1005

105 ADELAIDE ST. WEST

TORONTO 1, CANADA

STATEMENT OF SOURCE AND APPLICATION OF FUNDS

JUNE 1, 1964 - DECEMBER 16, 1964

Cash in Bank June 1, 1964 \$16,543.16

Receipts

Accounts Receivable

292.61

\$16,835.77

Disbursements

Exploration and Development expenses
(accounts payable)

\$1,597.50

Head Office Expenses

Register and Transfer Fees \$1,184.43

(\$1,159.43 accounts payable)

Rent, Telephone etc. 1,753.21

(\$353.21 accounts payable)

Accounting, Typing 225.00

Toronto Stock Exchange Fees 520.05

Stock Certificages 269.82

Directors' Fees 475.00

Office Supplies (accts. payable) 32.35

Government fees including appli-
cation for Supplementary Letters

Patent 998.00

Postage 3.74

5,416.60

Advance to Bonboubet Mines Limited
(a subsidiary Company for incorporation
expenses)

5,185.82

12,244.92

Cash in Bank December 16, 1964

\$ 4,590.85

Working Capital as at December 16, 1964

Current Assets

Cash in Bank

\$ 4,590.85

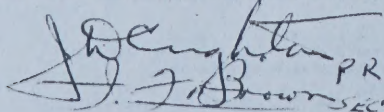
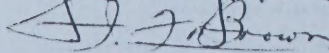
Current Liabilities

Accounts Payable

2,939.23

\$ 1,651.62

Approved on behalf of the Board

 PRES
 SEC. TREAS